SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

		or Se	ction 30(n)	of the Investment Company Act of	1940				
1. Name and Address of Reporting Person* <u>PACIFIC INVESTMENT</u> <u>MANAGEMENT CO LLC</u>		2. Date of Event Requiring Statement (Month/Day/Year) 06/10/2016		3. Issuer Name and Ticker or Trading Symbol <u>FlexShopper, Inc.</u> [FPAY]					
(Last) (First) (Middle) 650 NEWPORT CENTER DRIVE				4. Relationship of Reporting Per (Check all applicable) Director	son(s) to Issuer	(Mo	Amendment, Da nth/Day/Year)	te of Original Filed	
(Street) NEWPORT BEACH CA 92660				Officer (give title below)	Other (spec below)	· [0.11	licable Line) Form filed by	Group Filing (Check / One Reporting Person / More than One erson	
(City) (State) (Zip)									
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ((Instr. 5)	t (D) 🛛 (Insti		Beneficial Ownership	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securit Underlying Derivative Security		4. Conversior or Exercise Price of		6. Nature of Indirect Beneficial Ownership (Instr. 5)	
		Date Exercisable	Expiratior Date	Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)		
Series 2 Convertible Preferred Stock		07/26/2016	(2)	Common Stock	24,691,359	0.81	Ι	Indirect pecuniary interest ⁽¹⁾	
1. Name and Address of Reporting Person [*] PACIFIC INVESTMENT MANA LLC	AGEN	MENT CO	_						
(Last) (First) 650 NEWPORT CENTER DRIVE	(Middle	2)	_						
(Street) NEWPORT CA BEACH	92660)							
(City) (State)	(Zip)								
1. Name and Address of Reporting Person [*] <u>B2 FIE V LLC</u>			_						
(Last) (First) 650 NEWPORT CENTER DRIVE	(Middle	e)							
(Street) NEWPORT CA BEACH	92660)	_						
(City) (State)	(Zip)								
1. Name and Address of Reporting Person [*] <u>PIMCO BRAVO FUND II, L.P.</u>			_						
(Last) (First) C/0 PIMCO 650 NEWPORT CENTER D	(Middle								
(Street)			-						

NEWPORT BEACH	CA	92660
(City)	(State)	(Zip)

Explanation of Responses:

1. B2 FIE V LLC, a Delaware limited liability company ("B2 FIE") was formed solely for the purpose of investing in FlexShopper, Inc (the "Issuer"). B2 FIE purchased the Series 2 ConvertiblePreferred Stock (the "Preferred Stock") from the Issuer. PIMCO BRAVO Fund II, L.P. ("Bravo II"), a Delaware limited partnership is the sole member of B2 FIE and operates as a pooled investment fund and invests (among other things) in operating companies. PIMCO GP XII, LLC ("PIMCO GP"), a Delaware limited liability company, is the sole general partner of Bravo II. Pacific Investment Management Company LLC ("PIMCO") is the sole managing member of PIMCO GP and has the power to make voting and investment decisions regarding the Preferred Stock held by B2 FIE. Each of Bravo II, PIMCO GP and PIMCO disclaim beneficial ownership of the Preferred Stock except to the extent of its pecuniary interest therein.

2. N/A

Remarks:

/s/ Harin de Silva, Executive06/21/2016Vice President, Pacific06/21/2016Investment Management06/21/2016Company LLC06/21/2016/s/ Harin de Silva, Authorized06/21/2016/s/ Harin de Silva, Authorized06/21/2016/s/ Harin de Silva, Authorized06/21/2016/s. Harin de Silva, Authorized06/21/2016

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.